

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

Glenn Bruno, Derivatively on Behalf of
STRONGHOLD DIGITAL MINING, INC.,

Plaintiff,

v.

Case No. 1:24-cv-00798-JGLC-GS

GREGORY A. BEARD, WILLIAM B.
SPENCE, RICARDO R. A. LARROUDÉ,
SARAH P. JAMES, THOMAS J. PACCHIA,
MATTHEW J. SMITH, and THOMAS R.
TROWBRIDGE, IV,

Defendants,

-and-

STRONGHOLD DIGITAL MINING, INC.,

Nominal Defendant.

STIPULATION AND [PROPOSED] ORDER

Plaintiff Glenn Bruno (“Plaintiff”), who brings claims derivatively on behalf of nominal defendant Stronghold Digital Mining (“Stronghold”) against Gregory A. Beard, William B. Spence, Sarah P. James, Thomas J. Pacchia, Matthew J. Smith, and Thomas R. Trowbridge, IV, and Ricardo R. A. Larroudé (the “Individual Defendants” and together with Stronghold, “Defendants”) by and through their respective counsel, hereby stipulate to the following:

WHEREAS, on February 2, 2024, Plaintiff filed an action in this Court captioned *Bruno v. Beard et al.*, Case No. 1:24-cv-00798-JGLC-GS (the “Bruno Derivative Action”), on behalf of Stronghold, against the Individual Defendants (the “Bruno Complaint”);

WHEREAS, on February 8, 2023, Defendants executed a waiver of service, such that the deadline for Defendants to answer, move, or otherwise respond to the Bruno Complaint is April 8, 2024; and

WHEREAS, in the action captioned *In re Stronghold Digital Mining, Inc. Stockholder Derivative Litigation*, Case No. 1:23-cv-07840-RA-GS (the “Consolidated Derivative Action”), the Court is currently considering whether it should coordinate or consolidate the Bruno Derivative Action, where Plaintiff alleges that his demand was refused, with the Consolidated Derivative Action, where Plaintiffs allege that demand was futile. *See Consolidated Derivative Action*, Dkt. No. 23;

IT IS HEREBY STIPULATED AND AGREED, by and between the attorneys for the undersigned parties as follows:

1. Defendants’ time to answer, move or otherwise respond to the Bruno Complaint shall be stayed pending the Court’s determination whether this case should be coordinated or consolidated with the Consolidated Derivative Action.
2. If the Court orders that this case should not be consolidated with the Consolidated Derivative Action, Defendants shall answer, move or otherwise respond to the Complaint within thirty (30) days of such order.

WHEREFORE, the Parties respectfully request that the Court enter an Order to this effect.

Dated: March 22, 2023

Respectfully submitted,

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/s/ Serina M. Vash

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Pacchia, Matthew J. Smith, and Thomas R.
Trowbridge, IV and Nominal Defendant
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Attorney for Defendant Ricardo R. A. Larroudé

[PROPOSED] ORDER

Pursuant to the foregoing stipulation between the Parties, **IT IS SO ORDERED.**

Dated: _____
